Speaker slips will be available. Please fill out a slip and give it to the Chair prior to the meeting if you wish to speak to an item on the agenda. The Board may take action on any item listed on the Consent or Action Agenda.

Introductions and Announcements

Pledge of Allegiance

Approval of the Minutes of May 18, 2018 (Page 3)

Executive Director’s Report

Public Comment

This portion of the agenda provides an opportunity for members of the public to address the Board on items of interest within the jurisdiction of the Board and not appearing on today’s agenda. Comments relating to items on today’s agenda are to be taken at the time the item is heard. Pursuant to the Brown Act, no action shall be taken by the Board on public comment items.

DISCUSSION/ACTION

1. Review FY 2017-2018 Year End Budget Status (Page 9)

2. Discuss Potential of Holding October 19, 2018 /or November 16, 2018 Board Meetings in Del Mar

3. Discuss CAC Recommendations and Actions (Page 14)

• Review of 22nd District Agricultural Association Kehoe Trail Dedication
4. Discuss Potential Meeting with San Dieguito River Valley Conservancy Board Members (Chair Grosch) (Page 17)

5. Coastal Ranger Station Bid Results

INFORMATION

6. Project Status Updates
   a. Founders Tribute
   b. Pamo Valley Trail

7. Coordination Reports (oral)
   a. San Dieguito River Valley Conservancy
   b. Friends of the San Dieguito River Valley
   c. Volcan Mountain Preserve Foundation
   d. San Dieguito Lagoon Committee
   e. Friends of Sikes Adobe

8. Jurisdictional Status Reports

   An opportunity for the Board members to report on actions taken within their jurisdictions to further the park planning process.

9. Communications

If you have any questions, please call Kevin McKernan at (858) 674-2270 Ext. 15

****Due to the high cost of printing and mailing the JPA and CAC agendas, the JPA has converted to an email distribution of both agendas. Please advise the office at 858 674-2270 if you do not have an e-mail address and want other arrangements to be made. The agenda and minutes are available at no cost on the San Dieguito River Park web site at www.sdrp.org
**SAN DIEGUITO RIVER PARK**  
**JOINT POWERS AUTHORITY**  
**Minutes of May 18, 2018**  

**MEMBERS PRESENT**  
Dave Grosch - Chair  
Kristin Gaspar – Vice-Chair  
Dwight Worden  
Olga Diaz  
Mark Kersey  
Dianne Jacob  
Judy Hegenauer  
Jacqueline Winterer  

**REPRESENTING**  
City of Poway  
County of San Diego  
City of Del Mar  
City of Escondido  
City of San Diego  
County of San Diego  
City of Solana Beach  
Citizens Advisory Committee  

**MEMBERS ABSENT**  
Barbara Bry  
Dustin Fuller  

**REPRESENTING**  
City of San Diego  
22nd District Agricultural Association  

**VISITORS/STAFF PRESENT**  
Kevin McKernan  
Wayne Brechtel  
Shawna Anderson  
Brenda Miller  
Bill Michalsky  
Steve Hadley  
John Barone  
Deborah Mosley  
Michael Meram  
Adam Wilson  
Leana Bulay  
Shannon Ayala  
Keana Oldham  
Grace Wesson  
Ben Stone  
Kai Johnson  
Don Sutton  
Tim Butrum  
Chris Hatch  

San Dieguito River Park JPA  
JPA Counsel  
San Dieguito River Park JPA  
San Dieguito River Park JPA  
Sierra Club  
San Diego City Council District 1  
City of San Diego  
County of San Diego  
San Diego City Council District 5  
County Supervisor Office District 2  
San Dieguito River Park JPA  
Davis-Farr  
Canyon Crest Academy  
Canyon Crest Academy  
San Diego Mountain Bike Association  
San Diego Resident  
La Jolla Resident  
Ramona Resident  
San Diego Resident  

**Introduction and Announcements**  
Chair Grosch convened the meeting at 11:02 AM in the County Administration building, 1600 Pacific Highway, Room 302/303, San Diego, CA  92101
Pledge of Allegiance

Chair Grosch invited all to stand and recite the Pledge of Allegiance.

Approval of Minutes of April 20, 2018

Vice-Chair Gaspar made the motion to approve the minutes of April 20, 2018 and Boardmember Kersey seconded the motion.

Yes votes: Grosch, Gaspar, Jacob, Winterer, Worden, Hegenauer, Kersey
Absent: Bry, Diaz

Executive Directors Report

Executive Director McKernan showed the newly designed Birds of Lake Hodges brochure and mentioned the new sports betting issue and the possibility of this bringing additional revenue to Del Mar Off Track Betting, Cities of Solana Beach and Del Mar, and the San Dieguito River Park.

Boardmember Diaz arrived to the meeting at 11:05 a.m.

Award Presentation of Scholarships to Canyon Crest Academy Seniors, Keana Oldham and Grace Wesson

Chair Grosch awarded the first annual San Dieguito River Park JPA scholarships of $1,000 to Keana Oldham. The scholarship awards were established by the Interpretation Committee of the Citizens Advisory Committee.

Public Comment – No Public comment

ACTION AGENDA

1. Adopt Resolution 18-2 Declaring That Governing Body Members and Volunteers Shall be Deemed to be Employees of the District For the Purpose of Providing Worker’s Compensation Coverage for Said Certain Individuals While Providing Their Services

Executive Director McKernan introduced this agenda item. The board has been covered by the JPA workers compensation policy in the past. The insurance company is now requiring a resolution to continue to provide this coverage. The Board discussed the issue and decided that any board member that does not have insurance coverage will be covered under the volunteer insurance policy.

Vice-Chair Gaspar made the motion to not adopt Resolution 18-2 and to not provide worker’s compensation coverage for the San Dieguito River Park JPA Board Members. Boardmember Worden seconded the motion.

Yes votes: Grosch, Gaspar, Jacob, Winterer, Diaz, Worden, Hegenauer, Kersey
Absent: Bry
2. **Adopt Revised Personnel Policy**

   Executive Director McKernan explained the changes of chapter III of the employee personnel policy.

   Boardmember Worden made the motion to adopt the Revised Personnel Policy. Boardmember Hegenauer seconded the motion.

   Yes votes: Grosch, Gaspar, Jacob, Winterer, Diaz, Worden, Hegenauer, Kersey
   Absent: Bry

3. **Scoping Questions/Concerns for Proposed Orosco Ridge Mountain Bike Trail System**

   Principal Planner Shawna Anderson introduced this subject as proposed by the Cleveland National Forest, Palomar Ranger District staff with comments due by May 25, 2018. It is a project that is proposed for the west side of Pamo Valley (previously used as an outdoor shooting area), with a partnership of the Forest Service and the San Diego Mountain Biking Association (SDMBA). The SDMBA and Forest Service brought the project to the CAC Trails Committee in 2017. In the agenda packet is a draft list of comments that will be included in a comment letter to the Forest Service regarding this project. Part of the San Dieguito River Park’s mission is recreation so the JPA is not opposed to mountain bike trails. This specific trail is not a typical mountain bike trail and is a unique mountain bike experience. The Forest Service proposal is not specific and has little detail. The Board discussed issues of; how the trails will be constructed, info on sensitive habitat in the area, biological surveys, the project will fall under a “categorical exclusion under NEPA”, some scoping has been done, the project does need to be designed and managed right, are competitions planned, this is an opportunity to get ahead of any problems, it will be a popular destination, there needs to be designated parking, the rules need to be enforced, The JPA, Forest Service, and SDMBA need to have a partnership to make sure there are no problems with parking, rule enforcement, and operating hours. Speaker 1- Ben Stone, VP of SDMBA and project manager said the SDMBA enjoys the association with JPA staff, the members love the park, and the proposed letter has a negative connotation. Mr. Stone stated how many trails have been built in the County and named other areas of support including crowd sourcing funds for this project of $72,000. Mr. Stone continued to report that SDMBA members are paying Forest Service staff time for this project and named all of the specialists that will be involved with the project. Eighty parking spots have been identified, the SDMBA will fund the maintenance of the road to the project, a modified plan is in place to draw people to the top of the hill, identified locations for trash and porta potties, and would like to see the CAC work with the Forest Service on this and future projects. Speaker – 2 Tim Butrum thanked Supervisor Jacob for her work in the Ramona area and said this project is different from Cedar Creek Falls in that the visitors to this project will be more recreational, The SDMBA members will be observing the area for people in trouble, illegal dumping, sees the positive nature of this project, and would like to see mountain biking trails in Ramona allowing the Ramona High School team to train in their community. Speaker – 3 Chris Hatch donated money to this project and has no problem with the questions or concerns written in document, just the tone. Mr. Hatch stated that the letter does not take into account that this area is currently unsupervised and accessible to anyone that wants to go to this location. Mr. Hatch stated that he would like the positive aspect noted. Speaker – 4 Don Sutton, retired UCSD researched and has lived in the County for many years taking advantage of
the County resources, stated that this is a tremendous opportunity, especially in the Ramona area where there are not many trails. Mr. Hatch is asking the JPA to take a neutral stance and said that a lot of concerns raised in letter are legitimate, the project is in the early planning stage and all of the answers are not known yet, there are no cause for concern, and asked to reconsider writing the letter with a more positive spin. Speaker – 5 Kai Johnson avid mountain biker thinks this is a fantastic opportunity for County.

Boardmember Jacob said that the County has developed a good relationship with the SDMBA. The SDMBA sticks with a project, maintains and patrols. Wants to make sure there is adequate parking and is not in favor of sending a letter, rather sitting down and working it out. This is a unique partnership. Boardmember Jacob recommends not sending letter. E.D McKernan responded that there have been sit downs and questions have not been answered, the letter is in response to the Forest Service project comment deadline of May 25. The Forest Service representatives that have met with are the acting director and recreation department staff; Lee Ham and Joey Martin, and more. Principal Planner Shawna Anderson added that JPA staff would like to continue to meet with Forest Service staff and SDMBA however this is the only opportunity to officially express concerns in writing. Previous communications have not addressed any of the questions written in the letter. Vice-Chair Gaspar would like to see letter modified to add expansion of more recreational opportunities and stated that she has worked with the SDMBA and wants letter to reflect that the JPA wants to be supportive of these opportunities so there is a balance of positive benefits as well as concerns and questions. Principal Planner Shawna Anderson said the letter can be written to show support. Chair Grosch spoke about the dedication of the SDMBA and care for the land. Boardmember Diaz said the tone of the letter did not strike her as negative, it is what the JPA does, the JPA staff’s standard process of reviewing projects and expressing concerns, partly to get on record and partly to get answers. The letter is not taking objection to the SDMBA effort. Ms. Diaz continued to say that this public land should have public benefit and if it is as popular as reported, 80 parking spots is not enough. The concerns listed are legitimate concerns and if the JPA staff did not express them, staff would not be doing their job. Ms. Diaz stated appreciation for the SDMBA generosity, the comments are not personal, suggests making the matter as pleasant and professional as possible. Ms. Diaz does not object to the letter and agrees it should say support in context. Boardmember Worden said he supports the project and would like to see the letter be rewritten to add an introductory statement that the project falls within our mission, we want to see the project go forward, and the concerns need to be addressed.

After discussion Boardmember Worden made the motion that the Board is on record in support of the project, it falls within our mission, a good project for the area, and if it goes forward the JPA needs to have the questions answered and JPA staff will work with Forest Service and SDMBA to resolve any issues. A sub-committee of Boardmember Jacob, Chair Grosch and JPA staff has been appointed to redraft the letter, authorizing Chair Grosch to sign the letter and that the letter be sent by the deadline. Boardmember Hegenauer seconded the motion.

Yes votes: Grosch, Gaspar, Jacob, Winterer, Diaz, Worden, Hegenauer, Kersey
Absent: Bry
4. Receive and Distribute Third Party Audit Report for Year Ending June 30, 2017

Shannon Ayala, Senior Manager with Davis Farr presented the audit for year ending June 30, 2017. The audit issued an unmodified opinion, the highest level possible. There were no items of non-compliance. The audit adjustments were listed and the audit staff recommends that the JPA hire a CPA to reconcile records on a quarterly basis and prepare year end adjusting entries. Boardmember Winterer asked where the donations came from. Executive Director McKernan reported that the JPA was listed as a beneficiary of the Akin Family trust. Boardmember Worden asked if the JPA should be concerned that the revenues are going down and the expenses are going up. E.D McKernan explained that it is the way the numbers are recorded differently in the audit and the reports that are made to the board on a quarterly basis are the actual income and expenses. Ms. Ayala was asked if she saw anything of concern and she answered no. Boardmember Kersey said the investments looked like they did better than the previous year. Executive Director McKernan said that Rancho Santa Fe Foundation does a good job of managing funds and that it was a good investment year overall. The difference between budgets and audits was commented on and the unearned income was from the County of San Diego paying their assessment early.

Vice-Chair Gaspar made the motion to receive and distribute the third party audit report for year ending June 30, 2017. Boardmember Kersey seconded the motion.

Yes votes: Grosch, Gaspar, Jacob, Winterer, Diaz, Worden, Hegenauer, Kersey
Absent: Bry

Vice-Chair Gaspar left the meeting at 12:05 PM

Chair Grosch awarded the first annual San Dieguito River Park JPA scholarship of $1,000 to Grace Wesson.

INFORMATION

5. Project Status Updates

a. Founders Tribute – Principal Planner Shawna Anderson reported that the foundation for the art piece will be installed next week with the art being installed in early June. A small unveiling will be held. The video premier is being planned.

b. Pamo Valley Trail – Principal Planner Shawna Anderson reported that the trail is under construction.

c. Coastal Ranger Station – Principal Planner Shawna Anderson reported that the JPA will be going out to bid on this project soon. The permit can be pulled at this time.
6. **Coordination Reports**

   a. San Dieguito River Valley Conservancy- No Report
   b. Friends of the San Dieguito River Valley- No Report
   c. Volcan Mountain Preserve Foundation- No Report
   d. San Dieguito Lagoon Committee-No Report
   e. Friends of Sikes Adobe- No Report

7. **Jurisdictional Status Reports** - Dwight Worden commented that future agenda items may be renaming W-19 and looking at the policy of no e-bikes on the Coast to Crest Trail. The current policy is no motorized vehicles except for accessibility.

8. **Communications**

   Chair Grosch adjourned the meeting at 12:12 p.m.

These minutes approved by Board Action

_____________            ______________
Date          Executive Director
DATE: July 20, 2018

TO: JPA Board of Directors

FROM: Staff

SUBJECT: FY 17/18 Year-End Budget Status

BACKGROUND:

The JPA’s fiscal year budget for 2017/2018 (FY17/18) ended June 30, 2018. The Operating Budget for FY17/18 projected revenues and expenses were balanced at $1,165,006 (Attachment 1). With all known revenues received and expenses accounted for in FY17/18, the budget revenue was short of the projection by ($17,060) and expenses were $2,624 under budget. This resulted in a net income deficit of ($14,436). However, there was also unanticipated income from multiple sources totaling $57,391. Therefore, the total net income from the annual operating budget plus unanticipated income resulted in a surplus of $42,955.

Sources of unanticipated income include donations, park events, venue rental, and reimbursements.

The SDRP accounts at the County Treasury all remain at positive levels with adequate reserves to close out the year (Attachment 2).

The Coast Budget runs on a calendar year and is reported as mid-year. Revenues and expenses are on target as of 6/30/2018 (Attachment 1).

RECOMMENDATION:

Board acknowledge and file FY17/18 year-end budget report

Respectfully submitted,

Kevin McKernan
Executive Director

Attachments:

1) SDRP Consolidated Budget Status FY 17/18
2) Cash Balance Report
### SDRP Consolidated Budget Status FY17/18 4th Quarter (Apr-Jun 2018)

#### Operating Fund

<table>
<thead>
<tr>
<th>Revenues</th>
<th>Thru 4th Qtr rec'd</th>
<th>4th Qtr proj.</th>
<th>4th Qtr target 100%</th>
<th>Total Annual Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>Member Agencies</td>
<td>986,029</td>
<td>986,027</td>
<td>100%</td>
<td>986,027</td>
</tr>
<tr>
<td>Habitat Mgt</td>
<td>90,541</td>
<td>90,039</td>
<td>101%</td>
<td>90,039</td>
</tr>
<tr>
<td>Misc</td>
<td>71,376</td>
<td>88,940</td>
<td>80%</td>
<td>88,940</td>
</tr>
<tr>
<td></td>
<td>1,147,946</td>
<td>1,165,006</td>
<td>99%</td>
<td>1,165,006</td>
</tr>
<tr>
<td>Net Revenue</td>
<td></td>
<td>-17,060</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### Expenditures

<table>
<thead>
<tr>
<th>Expenditures</th>
<th>Thru 4th Qtr exp'd</th>
<th>4th Qtr proj.</th>
<th>4th Qtr target 100%</th>
<th>Total Annual Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>Education/Vol. Program</td>
<td>13,411</td>
<td>12,300</td>
<td>109%</td>
<td>12,300</td>
</tr>
<tr>
<td>Salaries</td>
<td>958,088</td>
<td>920,621</td>
<td>104%</td>
<td>920,621</td>
</tr>
<tr>
<td>Habitat Management</td>
<td>15,012</td>
<td>15,750</td>
<td>95%</td>
<td>15,750</td>
</tr>
<tr>
<td>Lagoon Mitigation</td>
<td>1,098</td>
<td>5,000</td>
<td>22%</td>
<td>5,000</td>
</tr>
<tr>
<td>Non-Habitat Services</td>
<td>31,649</td>
<td>41,375</td>
<td>76%</td>
<td>41,375</td>
</tr>
<tr>
<td>Office Admin</td>
<td>125,353</td>
<td>151,960</td>
<td>82%</td>
<td>151,960</td>
</tr>
<tr>
<td>Sikes Adobe</td>
<td>17,771</td>
<td>18,000</td>
<td>99%</td>
<td>18,000</td>
</tr>
<tr>
<td></td>
<td>1,162,382</td>
<td>1,165,006</td>
<td>100%</td>
<td>1,165,006</td>
</tr>
<tr>
<td>Net Exp.</td>
<td></td>
<td>2,624</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Net Annual Budget Income: **-14,436**

Net Unanticipated Income/Expense: **57,391**

Net Annual Budget + Unanticipated: **42,955**

### Coast Budget Operated on Calendar Year - Status through 2nd Qtr (Apr-Jun 2018)

<table>
<thead>
<tr>
<th>Expenditures</th>
<th>Thru 2nd Qtr exp'd</th>
<th>Thru 2nd Qtr proj.</th>
<th>Thru 2nd Qtr target 50%</th>
<th>Total Annual</th>
</tr>
</thead>
<tbody>
<tr>
<td>Materials</td>
<td>6,920</td>
<td>7,051</td>
<td>49%</td>
<td>14,102</td>
</tr>
<tr>
<td>Salaries</td>
<td>64,968</td>
<td>75,605</td>
<td>43%</td>
<td>151210</td>
</tr>
<tr>
<td>Operations</td>
<td>56,466</td>
<td>55,345</td>
<td>51%</td>
<td>110690</td>
</tr>
<tr>
<td>Vehicles</td>
<td>9,219</td>
<td>6,375</td>
<td>72%</td>
<td>12,750</td>
</tr>
<tr>
<td></td>
<td>137,573</td>
<td>144,376</td>
<td>48%</td>
<td>288752</td>
</tr>
<tr>
<td>Fund</td>
<td>Description</td>
<td>Balance</td>
<td></td>
<td></td>
</tr>
<tr>
<td>-----------</td>
<td>---------------------------</td>
<td>-------------</td>
<td></td>
<td></td>
</tr>
<tr>
<td>44625</td>
<td>Operating</td>
<td>$554,650.90</td>
<td></td>
<td></td>
</tr>
<tr>
<td>44634</td>
<td>SDRPJPA - Coast</td>
<td>$13,726.44</td>
<td></td>
<td></td>
</tr>
<tr>
<td>44655</td>
<td>Capital Project</td>
<td>$691,731.29</td>
<td></td>
<td></td>
</tr>
<tr>
<td>44656</td>
<td>Reserve</td>
<td>$40,919.82</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td></td>
<td>$1,301,028.45</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Cash Balance Report

Date: 6/29/2018
ITEM: 2

SUBJECT: Discuss Potential of Holding October 19, 2018/or November 16, 2018 Board Meetings in Del Mar
JPA Meeting of July 20, 2018

ITEM: 3

SUBJECT: Discuss CAC Recommendations and Actions
Senator Christine Kehoe
Trail and Wetland Buffer

Passionate defender of open space, trails, and environmental protection.

Dark bronze color fill for engraved areas
Sea Grass Limestone slab
Moog Bronze powder coated curved bar detail
Pin mounted bar and stone support plate
to existing boulder surface

All materials, engraving, and site installation:
$1,350 plus tax of $104.62
Total Cost: $1,454.62

Stone Imagery 6-26-18
ITEM: 4

SUBJECT: Discuss Potential Meeting with San Dieguito River Valley Conservancy Board Members (Chair Grosch)
AMENDED MEMORANDUM OF UNDERSTANDING
BETWEEN THE SAN DIEGUITO RIVER VALLEY
REGIONAL OPEN SPACE PARK JOINT POWERS AUTHORITY
AND THE SAN DIEGUITO RIVER VALLEY LAND CONSERVANCY

This Amended Memorandum of Understanding (“MOU”) amends and replaces, in its entirety, the Memorandum of Understanding between the San Dieguito River Valley Regional Open Space Park Joint Powers Authority (“JPA”) and the San Dieguito River Valley Land Conservancy (“Conservancy”) which was approved and executed by both parties as of February 18, 2000 (“Original MOU”), with reference to the following facts:

WHEREAS, the JPA is a governmental entity comprised of the County of San Diego and the Cities of San Diego, Poway, Escondido, Del Mar, and Solana Beach organized and operating under the laws of California and pursuant to the JPA’s Joint Powers Agreement for the purpose, generally, of furthering and promoting an open space/natural habitat park in the San Dieguito River Valley as specified in more detail in the JPA Agreement; and

WHEREAS, the Conservancy is a non-profit, public benefit corporation duly organized and existing pursuant to the laws of California, and pursuant to Section 501(c)(3) of the federal Internal Revenue Code, for the purpose, generally, of furthering and promoting an open space/natural habitat park in the San Dieguito River Valley as specified in more detail in the Conservancy’s Articles of Incorporation and Bylaws; and

WHEREAS, the parties agree that the Original MOU has facilitated a cost effective and cooperative working relationship between the JPA and Conservancy, but that an updated agreement is appropriate at this time to better serve their common goals and objectives;

NOW, THEREFORE, the parties agree to cooperate as follows:

1. **Membership and Fundraising Solicitations.**

   In order to coordinate and most efficiently carry out membership and fundraising efforts, the JPA and the Conservancy agree to the following: (1) the Conservancy shall continue managing the JPA’s “Park Partner” membership program and do all member solicitation; (2) all direct mail fundraising solicitations, except as provided below, shall be spearheaded by the Conservancy; and (3) the JPA shall refer any inquiries it receives about new memberships, and shall forward membership fees that may be sent to the JPA, to the Conservancy. It is the intent of these provisions to avoid the same individuals being solicited by both the JPA and the Conservancy, and, instead, to provide that all such solicitations shall be carried out by the Conservancy on behalf of both the Conservancy and the JPA. It is further the purpose to relieve the JPA of the administrative burden and expense of managing a membership program.
2. Sharing of Membership and Donation Solicitations.

The parties agree that with respect to each new membership fee, or renewal thereof, received after the effective date of this MOU, the Conservancy shall return Two Dollars ($2.00) to the JPA and shall retain the balance for River Park purposes. Individuals who wish to donate additional funds shall be given the option of designating that the funds be used for one of the following purposes: (1) land acquisition, (2) endowment fund (JPA or Conservancy) or (3) trail maintenance and park improvements. Donors will not be required to designate how funds are to be used. Non-designated funds and funds for land acquisition shall be retained by the Conservancy. Funds designated for a JPA endowment fund or trail maintenance and park improvements shall be transferred to the JPA. The parties agree to establish a joint Education Committee composed of Conservancy members or designees and JPA staff, to recommend allocation of resources for education purposes. In addition to the JPA’s receipt of these funds, the parties agree that the JPA may request that the Conservancy make available to the JPA, or to JPA programs, such additional funds held by the Conservancy as the JPA shall deem appropriate. The Conservancy agrees to consider such requests in good faith. In the event that the Conservancy shall either decline to make additional funds available to the JPA, or shall fail to respond to a written JPA request for additional funds within thirty (30) calendar days, the JPA shall be free, notwithstanding provisions of this MOU to the contrary, to undertake such direct fundraising and solicitation efforts as the JPA may deem appropriate as an alternative means to raise the monies for the particular project at issue. It is the expectation of the parties that in most situations, to the extent the Conservancy has funds available, they will be made available to the JPA for its River Park programs upon request, but the parties recognize that the Conservancy may in given cases decline such requests. It is the further expectation of the parties that, generally, the JPA will not engage in duplicative fundraising and solicitation efforts, but that in those cases, if any, where the Conservancy declines to make additional funds available, the JPA will be free with respect to that matter to engage in fundraising and solicitation.

3. Mailing Lists.

A. JPA Mailing List.

The JPA and its staff will maintain a JPA mailing list to meet all JPA needs as required by law, the JPA Agreement and JPA policy. To the extent required by California law, the parties recognize that this list or portions of this list may be a public record. To the extent that the JPA’s mailing list is a public record, upon request from the Conservancy, copies and updates of such mailing list shall be provided to the Conservancy.

B. Conservancy Mailing List.

The Conservancy shall maintain such mailing lists as it deems necessary for its purposes. It is agreed that the Conservancy will maintain an up to date mailing list for purposes of solicitations, newsletters, announcements of events and activities, and related matters. The parties recognize that the Conservancy is not a government entity and, therefore, that its mailing lists are generally not public records. The parties further recognize that in some cases it may be important to the Conservancy and/or to donors to maintain the confidentiality and privacy of the.
names, addresses, donations, etc. of donors, event participants, and members. It is the mutual intent of the parties to this MOU to honor such privacy concerns.

C. Mailings.

The JPA may request that the Conservancy conduct a mailing to the Conservancy’s mailing list at any time for a purpose that is consistent with, and in furtherance of, the common goals of the JPA and the Conservancy with respect to the River Park. The parties shall, on a case by case basis, work out the specific details of how such a mailing is to be handled, recognizing that such procedures should not render the Conservancy’s mailing list a “public record” subject to public disclosure and that the JPA will cover the actual costs incurred in any mailing undertaken on its behalf. The parties also contemplate that they may undertake joint mailings in some situations where a joint mailing is deemed most beneficial. Such joint mailings shall be conducted by the Conservancy on behalf of both organizations for purposes consistent with the common goals of both organizations. Such joint mailings shall be undertaken in such manner as the parties shall agree upon on a case by case basis, provided that the Conservancy’s mailing list shall not be made a public record subject to disclosure, and the parties shall negotiate and agree upon the cost sharing for any such mailing at the time of the mailing.

4. JPA Audit; Conservancy Books and Accounts; Quarterly Report.

The parties understand and acknowledge that the JPA, as a governmental entity, is subject to an annual independent outside audit. The parties agree that the Conservancy will make available any and all information that the JPA’s auditor may request in order to complete the required audit.

The Conservancy shall at all times keep accurate books and accounts of all donations and memberships received and of all disbursements and expenditures and shall make the same available for review, inspection and/or audit by the JPA upon reasonable request by the JPA. And, the Conservancy shall report, in writing, at least quarterly to the JPA the following information:

(1) The number of new members joining since the last preceding report and the total number of members;

(2) The total amount of membership fees and renewals received since the last report;

(3) The total amount of funds on hand which could be available for JPA related projects;
5. **Land Donations and Other Non-Solicited Receipts.**

Routine membership and fund solicitation efforts, through direct mailings, will be carried out as outlined above principally by the Conservancy on behalf of both organizations. With respect to other fundraising activities, including but not limited to solicitation of land or other tangible property donations and offers of donations whether solicited or unsolicited, each organization shall retain its right to engage in these activities independently. It is the intention of the parties that both the JPA and the Conservancy will inform potential land donors, or potential donors of other assets, that they have the option of donating either to the JPA or to the Conservancy. The parties agree that they shall keep each other advised with respect to such activities so that they can be coordinated to the maximum extent feasible.

6. **Endowments.**

JPA currently has several endowment funds that are restricted in a manner that requires them to be used to pay for management and maintenance of specific properties and/or mitigation projects and two general endowment funds designed to provide funding for ongoing River Park management and operations ("JPA Endowments"). The Conservancy currently has an endowment for Bernardo Mountain, and intends to establish additional endowments for purposes that are consistent with the Conservancy’s mission to protect and share the natural and cultural resources of the San Dieguito River Valley ("Conservancy Endowments").

7. **Board Coordination.**

The JPA Board provides an opportunity at its meetings for representatives of the Conservancy to report on its activities. In addition, at least once a year, the Conservancy shall be provided with an opportunity to make a more formal presentation during a meeting of the JPA Board. The parties may agree to additional meetings between Conservancy Board members and the JPA Board and/or its committees. It is the intent of the parties to have members of their respective boards meet together at least once a year to discuss common issues and concerns.

8. **Amendment.**

This MOU is intended to be an informal outline of the understanding between the parties to further and facilitate productive cooperation. It may be amended and updated at any time by agreement of the parties.

9. **Termination.**

Either party may terminate this MOU at any time upon thirty (30) days written notice to the other. Such termination shall be without penalty of any kind.

10. **Effective Date.**

This MOU shall take effect on the date it has been approved and signed by both parties and, upon taking effect, shall supersede and replace the Original MOU in its entirety.
APPROVED by the JPA Board of Directors on: 9/2/14

By
Name: Dave Roberts
Title: Dave Roberts, JPA Board Chair

APPROVED by the Conservancy Board of Directors on: 6/18/14

By
Name: Peter M. Shapiro
Title: President
APPROVED by the JPA Board of Directors on: 9/02/14.

By
Name:
Title:

APPROVED by the Conservancy Board of Directors on: 6/18/14.

By
Name: Peter M. Shapiro
Title: President

RECEIVED
JUN 24 2014

BY: ......................